

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

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<p>In re:</p> <p>LTL MANAGEMENT, LLC,</p> <p style="text-align: right;">Debtor.</p>	<p>Chapter 11</p> <p>Case No.: 21-30589(MBK)</p> <p>Honorable Michael B. Kaplan</p>

**APPLICATION FOR RETENTION OF PROFESSIONAL,
MASSEY & GAIL LLP, EFFECTIVE AS OF NOVEMBER 15, 2021**

- The Applicant, the Official Committee of Talc Claimants (the “Committee”), is the (check all that apply):
 - ☐ Trustee: ☐ Chap. 7 ☐ Chap. 11 ☐ Chap. 13
 - ☐ Debtor: ☐ Chap. 11 ☐ Chap. 13
 - ☒ Official Committee of Talc Claimants for LTL Management LLC (the “Debtor”) in the above-captioned case (the “Case”)
- The Applicant seeks to retain the following professional Massey & Gail LLP (“Massey & Gail”) to serve as (check all that apply)
 - ☐ Attorney for: ☐ Trustee ☐ Debtor-in-Possession
 - ☐ Official Committee of Talc Claimants for LTL Management LLC
 - ☐ Accountant for: ☐ Trustee ☐ Debtor-in-possession
 - ☐ Official Committee of _____

☒ Other Professional:

☐ Realtor ☐ Appraiser ☒ Special Counsel

☐ Auctioneer ☐ Other (specify):

3. The employment of the professional is necessary because:

This case is not an ordinary bankruptcy proceeding. Rather, it presents novel questions of law. In light of the size of this case and scope of related litigation, the Committee determined it was in the talc claimants' best interest to retain multiple law firms. To address the scope of the work involved in representing the interests of talc claimants, the law firms retained as counsel to the Committee (the "Committee Advisors") will work in an integrated and coordinated manner to avoid any unnecessary duplication of effort and to ensure the Committee obtains the benefit of each Committee Advisor's collective experience both generally and specifically as to each firm's specialized focus. The Committee Advisors will invoke a disciplined approach to ensure collaboration and coordination among the Committee Advisors, including as to developing a protocol to avoid duplication of efforts. Massey & Gail appreciates that the fees incurred in this engagement may be subject to increased scrutiny in light of the integrated approach among Committee Advisors and endeavors to ensure its fees and expenses are reasonable and non-duplicative.

4. The professional has been selected because:

The Committee believes that Massey & Gail is well-qualified to represent it in a cost-effective and efficient manner as special counsel. Massey & Gail is a 23-lawyer boutique with experience in complex litigation presenting novel and difficult legal questions. Massey & Gail has significant experience in cutting-edge mass tort, fraudulent transfer, successor liability, and

similar litigation, as well as in creditors' rights and bankruptcy.

5. The professional services Massey & Gail will render as special counsel to the Committee include, without limitation:

- a. Provide recommendations and input for legal strategies, tactics, and positions to be taken by the Committee, including those in response to motions and other actions taken by others in the bankruptcy case as well as with respect to motions filed strategies to be implemented by the Committee, whether in or out of court, as requested by the Committee;
- b. Be assigned to handle, whether the Committee is the movant or respondent, specific motions, including legal briefing, for various relief filed in the bankruptcy court, to avoid duplication with other Committee counsel, as requested by the Committee;
- c. Participate as a Committee presenter in bankruptcy hearings on specific topics for significant motions, avoiding duplication of work with other Committee counsel, as requested by the Committee;
- d. Participate as part of Committee's negotiating team against Johnson & Johnson, as requested by the Committee; and
- e. Provide such other services to the Committee as may be necessary in this Case or any related proceedings.

Massey & Gail will coordinate with the Committee's other counsel in order to maximize efficiency and avoid unnecessary duplication of effort.

6. The proposed arrangement for compensation is as follows:

The terms of employment of Massey & Gail agreed to by the Official Committee, subject to the approval of the Court, are that the attorneys and other personnel within the firm will undertake this representation at their standard hourly rate, plus disbursements.

Partners: \$820-\$1250

Counsel: \$840-\$890

Associates: \$495-\$740

Paralegals: \$250-\$330

These hourly rates are subject to periodic adjustments to reflect economic and other conditions, and with respect to those below the level of senior partner, to reflect their increased experience and expertise.

Massey & Gail has advised the Committee that it intends to seek compensation for all time and expenses associated with the preparation of this application to retain Massey & Gail and related documents, and the preparation of monthly, interim or final fee applications for Massey & Gail.

7. To the best of the Applicant's knowledge, the professional's connection with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee, is as follows:

☐ None

☒ Describe connection:

The accompanying Certification of Jonathan S. Massey (the "Massey Certification") describes relationships, if any, that Massey & Gail has with potentially interested parties. Except as disclosed in the Massey Certification, Massey & Gail does not hold or represent any interest adverse to the Debtor's estate and does not have any "connections" to Potentially Interested Parties, and Massey & Gail believes it is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code and as used in section 328 of the Bankruptcy Code.

8. To the best of the Applicant's knowledge, the professional (check all that apply):

☒ does not hold an adverse interest to the estate.

☒ does not represent an adverse interest to the estate.

☒ is a disinterested person under 11 U.S.C. § 101(14).

☒ does not represent or hold any interest adverse to the debtor or estate with respect to the matter for which he/she will be retained under 11 U.S.C. § 327(e).

☒ other; explain: See paragraph 7 above.

9. If the professional is an auctioneer, appraiser or realtor, the location and description of the property is as follows: N/A

The Applicant respectfully requests authorization to employ the professional to render services in accordance with this application, with compensation to be paid as an administrative expense in such amounts as the Court may determine and allow:

Date: November 20, 2021

**THE OFFICIAL COMMITTEE OF
TALC CLAIMANTS**

/s/ Rebecca Love

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On behalf of the Official Committee of Talc Claimants